

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

DONALD BEASLEY, Individually And On
Behalf of All Others Similarly Situation,

Plaintiff,

v.

TELETECH HOLDINGS, INC., KENNETH D.
TUCHMAN, JOHN R. TROKA, RUTH C.
LIPPER, SHIRLEY YOUNG, WILLIAM A.
LINNENBRINGER, JAMES E. BARTLETT,
SHRIKANT MEHTA, CITIGROUP GLOBAL
MARKETS INC., MORGAN STANLEY & CO.,
INC., and ERNST & YOUNG,

Defendants.

08 Civ. 0913 (LTS)

STIPULATION AND ORDER

WHEREAS, the above-captioned class action asserts violations of
Sections 11 and 12(a)(2) of the Securities Act of 1933 against defendants Citigroup
Global Markets Inc. and Morgan Stanley & Co., Inc. (collectively, the "Underwriter
Defendants");

WHEREAS, the action is subject to the requirements of the Private
Securities Litigation Reform Act of 1995 (the "PSLRA");

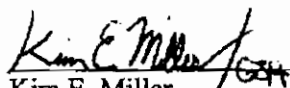
WHEREAS, the PSLRA contemplates (i) the consolidation of similar
actions; (ii) appointment of a lead plaintiff and approval of selection of lead counsel; and
(iii) the filing of a single, superseding consolidated complaint; and

WHEREAS, a motion or motions to consolidate and for appointment of
lead plaintiff and lead counsel have yet to be filed;

WHEREAS, the time for the Underwriter Defendants to answer or
otherwise respond to the complaint has not yet passed;

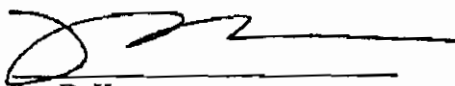
IT IS HEREBY STIPULATED AND AGREED by and among the undersigned attorneys for the parties that: (i) the Underwriter Defendants shall have no obligation to move, answer or otherwise respond to the above-captioned complaint and (ii) the consolidated amended complaint shall supersede all complaints filed in any action consolidated herein.

Dated: New York, New York
February 25, 2008


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Attorneys for Defendants
Citigroup Global Markets Inc.
and Morgan Stanley & Co., Inc.

SO ORDERED:


U.S.D.J. 2/26/2008
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